

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*

Debtors.

Chapter 11

No. 18-23538 (RDD)

(Jointly Administered)

**TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure of the transfer, other than for security, of the claim referenced in this evidence and notice.

**Whitebox Multi-Strategy Partners, LP**

Name of Transferee

Phone: (612) 253-6061

Last Four Digits of Acct #: N/A

Name and Address where notices and  
payments to transferee should be sent:

**Whitebox Multi-Strategy Partners, LP  
3033 Excelsior Blvd, Ste 300  
Minneapolis, MN 55416**

**Banc of America Credit Products, Inc.**

Name of Transferor

Phone: (646) 855-7450

Last Four Digits of Acct #: N/A

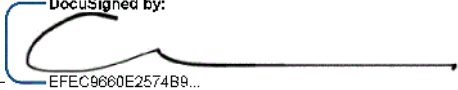
Claim No: 14302 (Sears, Roebuck and Co.) (18-23538)  
(RDD) (Jointly Administered)

Date Filed: April 5, 2019

**Aggregate Amount of Claim:** \$4,035,133.15 (of which  
\$333,856.96 is entitled to administrative priority  
pursuant to 503(b)(9))

**Transferred Amount of 503(b)(9) Claim: \$333,856.96**

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:   
EFEC9660E2574B9...  
Transferee/Transferee's Agent Mark Strefling  
Partner & CEO

Date: April 18, 2019

*Penalty for making a false statement:* Fine of up to \$500,000 or imprisonment for up to 5 years, or both.  
18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim Agreement, Banc of America Credit Products, Inc. ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to Whitebox Multi-Strategy Partners, LP ("Assignee"), to the extent of the Transferred 503(b)(9) Claim Amount, all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with the 503(b)(9) administrative expense claim (the "Assigned Claim") filed against the debtor listed below (the "Debtor") in *In re Sears Holdings Corporation, et al.*, Case No. 18-23538 (RDD) (Jointly Administered) under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") filed in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court").

Proof of Claim Number	Debtor	Aggregate Claim Amount	Transferred 503(b)(9) Claim Amount
14302	Sears Roebuck and Co.	\$4,035,133.15 (of which \$333,856.96 is entitled to administrative priority pursuant to 503(b)(9))	\$333,856.96

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtors, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of the Assigned Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on April 24, 2019.

BANC OF AMERICA CREDIT PRODUCTS, INC.

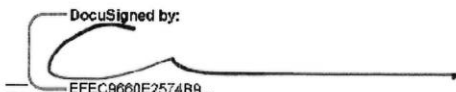


By:

Title:

Meredith R. Smith  
Vice President

WHITEBOX MULTI-STRATEGY PARTNERS, LP

DocuSigned by:  
  
EFEC9680E257489...

By: Mark Strefling

Title: Partner & CEO